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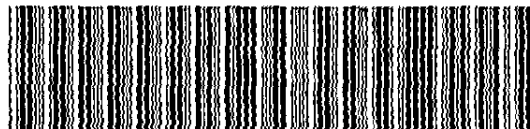
(Business Entity Name)

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06 MAY 22 PM 10:12

## COVER LETTER

Department of State  
Division of Corporations  
P. O. Box 6327  
Tallahassee, FL 32314

**SUBJECT:** Cultural Canvas, Inc.

**(PROPOSED CORPORATE NAME - MUST INCLUDE SUFFIX)**

Enclosed is an original and one(1) copy of the Articles of Incorporation and a check for :

☐ \$70.00  
Filing Fee

☐ \$78.75  
Filing Fee &  
Certificate of  
Status

☐ \$78.75  
Filing Fee  
& Certified Copy

☒ \$87.50  
Filing Fee,  
Certified Copy  
& Certificate

**ADDITIONAL COPY REQUIRED**

**FROM:** Sara Latshaw

Name (Printed or typed)

1001 N. Barcelona Street

Address

Pensacola, FL 32501

City, State & Zip

(850) 433-2641

Daytime Telephone number

**NOTE: Please provide the original and one copy of the articles.**

**Cultural Canvas, Inc.**  
**Articles of Incorporation**

FILED  
SECRETARY OF STATE  
DIVISION OF CORPORATIONS

06 MAY 22 AM 10: 12

The undersigned citizens of the United States, desiring to form a Non-Profit Corporation under Chapter 617 of the Statutes of the State of Florida, do hereby certify:

**Article I        Name**

The name of the Corporation shall be Cultural Canvas, Inc.

**Article II       Principal Office**

The principal place of business and mailing address of this Corporation shall be 1001 North Barcelona Street, Pensacola, Escambia County, Florida.

**Article III      Purpose**

The corporation is organized exclusively for charitable and educational purposes, including for such purposes the following:

- i. Creating volunteer programs in Chiang Mai, Thailand placing volunteers in positions that combat the spread of HIV and promote education among impoverished ethnic minorities, migrant workers and sex-trade workers.
- ii. Promoting arts and music as a means of self-empowerment, education, and therapy.
- iii. Establishing a network of organizations and volunteers working toward the improvement of the social quality of life in Chiang Mai, thus fostering communication and cooperation among these groups.
- iv. Educating the local and international community through artistic outreach and volunteer service about important social issues facing Chiang Mai in order to reduce bias, increase awareness, and promote equality.
- v. Making distribution as appropriate to organizations that qualify as exempt organizations under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code.

All of the foregoing purposes shall be accomplished exclusively for charitable and educational purposes in such a manner that the Corporation will qualify as an exempt organization under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law, and notwithstanding any other provision of these articles, the Corporation shall not carry on any activities not permitted to be carried on by an organization exempt from Federal income tax under section 501(c)(3) of the Internal Revenue Code of 1986 or the corresponding provision of any future United States Internal Revenue law.

**Article IV       Number, Terms and Election of Directors**

The initial board of directors shall consist of five directors. The terms and election of directors, and provisions for increasing or decreasing the number of directors, shall be subject to the terms and provisions of the Bylaws.

**Article V        Initial Directors and Officers**

The names and addresses of the persons who are the initial Directors and Officers of the corporation are as follows:

Director; President:

Sara Latshaw

1001 N. Barcelona Street, Pensacola, FL 32501

Director, Executive Vice President:

Zoe Lambe

65/41 Soi 7 Suandok Road Chiang Mai, Thailand  
50200

Director:

Paul Williams

9 E Gregory St, Pensacola, FL 32502

Director, Treasurer:

Loren Brown

1702 Stephen's Creek Ct, Sugarland, TX 77478

Director, Secretary:

Anna McCarthy

Knockbounce, Killcullen, County Kildare, Ireland

Article VI Initial Registered Agent and Street Address

The Registered Agent of the corporation is:

Mildred Latshaw

1001 N. Barcelona Street, Pensacola, FL 32501

Article VII Incorporator

The Incorporator of the corporation is:

Sara Latshaw

1001 N. Barcelona St. Pensacola, FL 32501

Article VIII Prohibited Activities

No part of the net earnings of the corporation shall inure to the benefit of, or be distributable to its members, directors, officers, or other private persons, except that the corporation shall be authorized and empowered to pay reasonable compensation for services rendered and to make payments and distributions in furtherance of the purposes set forth in Article III hereof. No substantial part of the activities of the corporation shall be the carrying on of propaganda, or otherwise attempting to influence legislation, and the corporation shall not participate in, or intervene in (including the publishing or distribution of statements) any political campaign on behalf of or in opposition to any candidate for public office. Notwithstanding any other provision of these articles, the corporation shall not carry on any other activities not permitted to be carried on (a) by a corporation exempt from federal income tax under section 501(c)(3) of the Internal Revenue Code, or the corresponding section of any future federal tax code, or (b) by a corporation, contributions to which are deductible under section 170(c)(2) of the Internal Revenue Code, or the corresponding section of any future federal tax code. Notwithstanding any other provision of these articles, this corporation shall not, except to an insubstantial degree, engage in any activities or exercise any powers that are not in furtherance of the purposes of this corporation.

Article IX Dissolution and Distribution of Assets

Upon winding up and dissolution of the Corporation, the assets of the Corporation remaining after payment of all debts and liabilities shall be distributed to an organization recognized as exempt under section 501(c)(3) of the Internal Revenue Code of 1986 to be used exclusively for charitable and educational purposes, or shall be distributed for one or more exempt purposes within the meaning of section 501(c)(3) of the Internal Revenue Code. Any such assets not so disposed of shall be disposed of in such a manner as may be directed by decree of the Circuit Court of the district in which the Corporation's principal office is located, upon petition thereof by the Attorney General or by any person concerned in the liquidation, exclusively for such purposes or to such organization or organizations as said Court shall determine are organized and operated exclusively for exempt purposes.

Mildred M. Latshaw  
Signature/Registered Agent

May 17, 2006  
Date

[Signature]  
Signature/Incorporator

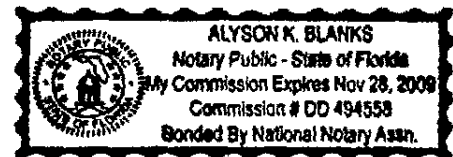
5/17/06  
Date

STATE OF FLORIDA  
COUNTY OF ESCAMBIA

I HEREBY CERTIFY that on this day, before me, an officer duly authorized in the State aforesaid and in the County aforesaid to take acknowledgments, personally appeared Paul Williams, who is either personally known to me or who produced a valid Florida Driver's license, executed the foregoing instrument as incorporator (or the agent of the incorporator) and acknowledged before me that he or she executed the same.

WITNESS my hand and official seal in the County and State last aforesaid this 17<sup>th</sup> day of May, 2006

Alyson K. Blanks  
NOTARY PUBLIC STATE OF FLORIDA  
My Commission Expires: NOV. 28, 2009



REGISTERED AGENT'S  
ACCEPTANCE OF APPOINTMENT

Having been named as Registered Agent to accept service of process for Cultural Canvas, Inc. a Florida nonprofit corporation, at the place designated in this certificate, I certify that am familiar with the appointment as Registered Agent. I hereby agree to act in this capacity and accept my appointment as registered agent.

Mildred M. Latshaw  
Signature/Registered Agent

May 17, 2006  
Date

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